

**COMMONWEALTH OF KENTUCKY
FRANKLIN CIRCUIT COURT
CIVIL ACTION NO. _____
DIVISION _____**

**COMMONWEALTH OF KENTUCKY, *EX REL.*,
GREGORY D. STUMBO, ATTORNEY GENERAL**

PLAINTIFF

VS.

COMPLAINT

JACK C. SMITH, JR.

DEFENDANT

SERVE:

Jack C. Smith, Jr.
2582 Overlake Circle
Lexington, KY 40513
VIA CERTIFIED MAIL

Comes now the Plaintiff, Commonwealth of Kentucky, *ex rel.*, Gregory D. Stumbo, Attorney General, by counsel, and brings this Complaint for ouster against the Defendant on the grounds that KRS 18A.050(3) requires appointed members to the Personnel Board not to be associated with state government in any manner. In support hereof, the Plaintiff states as follows:

THE PARTIES

1. Plaintiff, Gregory D. Stumbo, is the duly elected, qualified and acting Attorney General of the Commonwealth of Kentucky, and brings this action in his official capacity as chief law officer of the Commonwealth. This action is filed pursuant to the specific statutory duty set forth in KRS 415.050, KRS 415.060, and KRS 415.070.

2. The Defendant, Jack C. Smith, Jr., is a resident of Lexington, Fayette County, Kentucky, who presently purports to be, and upon information and knowledge of the Plaintiff, is a member of the Kentucky Personnel Board, a state office under law.

3. The Defendant is and at all times relevant hereto a Director and Officer of Hunter Manufacturing Group, Inc., a Kentucky Corporation and manufacturer of licensed sports products. Argo Management Partners, LLC acquired the assets of Hunter Manufacturing in January of 2006, and Hunter Manufacturing is now known as Blackwater, Inc.

JURISDICTION AND VENUE

4. This action arises under the laws of the Commonwealth of Kentucky. This Court has jurisdiction pursuant to KRS 23A.010, and venue lies in this judicial circuit pursuant to KRS 452.405.

FACTUAL ALLEGATIONS

5. The Kentucky Personnel Board consists of five members appointed by the Governor and two members who are elected by merit employees. KRS 18A.050, KRS 18A.0551.

6. The Personnel Board's duties include promoting public understanding of merit principles in government service, requiring observance of merit system principles, and hearing appeals from aggrieved merit employees or merit employee candidates. KRS 18A.075.

7. On January 2, 2004, the Defendant was appointed to the Personnel Board by Governor Ernie Fletcher. See Exhibit 1.

8. On January 13, 2004, Governor Ernie Fletcher delivered his State of the Commonwealth Address in which he stated, "I am bringing into the Governor's Office an expert known nationally for his ability to increase efficiency and productivity." See Exhibit 2.

9. On January 15, 2004, the Lexington Herald Leader ran an article identifying the aforementioned efficiency expert as Jack Smith. See Exhibit 3.

10. The Governor's Office and the Finance Cabinet began preparation of a personal service contract for Jack Smith in January of 2004. See Exhibit 4.

11. On January 15, 2004, Hanson Williams, former executive director of the Personnel Board, wrote a letter to Jack Smith informing him of KRS 18A.050(3) that provides that appointees to the Personnel board must be "citizens at large who are not associated with state government in any manner." See Exhibit 5.

12. Following receipt of this letter, on January 24, 2004, the Defendant resigned from the Personnel Board, citing KRS 18A.050(3). See Exhibit 6.

13. Defendant continued his personal service contract with the Office of the Governor, a copy of which is attached as Exhibit 7.

14. On or about April 25, 2005, Commerce Secretary Jim Host announced that the state would begin a marketing campaign for the Commonwealth's Unbridled Spirit logo which would be handled by BullDawg Marketing, a North Carolina Company.

15. As part of this announcement, Secretary Host stated, "We will seek quality vending partners that share our vision. . ." See Exhibit 8.

16. On or about April 27, 2005, the Defendant, as President and CEO of Hunter Manufacturing, applied for a license to market Unbridled Spirit drinkware, stationary and other miscellaneous items. See Exhibit 9.

17. On or about May 19, 2005, the license for Hunter Manufacturing was approved by Terry Johnson, Executive Director of the Kentucky Sports Authority, an agency of the Commerce Cabinet. See Exhibit 9.

18. On or about June 23, 2005, Governor Fletcher appointed the Defendant to the Personnel Board for a second time. See Exhibit 10.

19. Upon information and belief, at the time Defendant was appointed to the Personnel Board for the second time, he was the President of Hunter Manufacturing Group, Inc. and possessed an ownership interest in the corporation. See Exhibit 11.

20. On or about the time that Defendant was named to the Personnel Board for a second time, Defendant's Company, Hunter Manufacturing Group, Inc., was receiving payments from the Commonwealth of Kentucky for Unbridled Spirit merchandise.

21. The payments received by Hunter Manufacturing were for the sale of Unbridled Spirit merchandise sold at state parks and the Kentucky Horse Park pursuant to the aforementioned license agreement. See printout from the Finance and Administration Cabinet, attached as Exhibit 12.

22. The Defendant's disclosure statement filed on June 23, 2005 did not disclose that Defendant's Company, Hunter Manufacturing, had a business relationship with the Commonwealth of Kentucky. See Exhibit 13.

23. Upon information and belief, the payments to Hunter Manufacturing began in June of 2005 and have continued to the present time.

24. Upon information and belief, the payments to Hunter Manufacturing pursuant to the license agreement total at least \$33,000. See checks to Hunter Manufacturing from the State Treasury, attached as Exhibit 14.

COUNT ONE – OUSTER

25. Pursuant to KRS 18A.050(3) a person is ineligible to appointment to the Kentucky Personnel Board if the person is "associated with State Government in any manner."

26. As a result of Defendant's Company's receiving over \$33,000 in payments pursuant to a business relationship with the Kentucky Commerce Cabinet, the Defendant does not meet the requirements of KRS 18A.050, and the Defendant was not an eligible candidate for the Kentucky Personnel Board and therefore his appointment and continued membership on the Personnel Board is null and void.

27. The above-described facts create a forfeiture of Defendant's office, operate to vacate Defendant's office of and appointment to the Kentucky Personnel Board, thus holding Defendant's office(s) as null and void, and further disqualifying him from performing the duties and obligations of the office of Board Member.

28. As a result of his possession of that office, the Defendant has usurped the office of Personnel Board Member, and his removal by the Plaintiff is just and proper under the law.

WHEREFORE, the Plaintiff respectfully demands that judgment be entered against the Defendant as follows:

1. A declaration that the Defendant has illegally usurped the office of Kentucky Personnel Board Member;
2. Pursuant to KRS 415.070 that a judgment of ouster be entered against the Defendant removing him from the office of Personnel Board Member;
3. All remedies allowable under KRS 415.080;
4. The return of all monies and assets received by the Defendant in his capacity as a de jure member of the Personnel Board, which results from his defective title to the office of Personnel Board member; and
5. A declaration that all official actions taken as a member of the Personnel Board be declared null and void.

Respectfully submitted,

GREGORY D. STUMBO
ATTORNEY GENERAL



ROBERT S. JONES
RYAN M. HALLORAN
ASSISTANT ATTORNEYS GENERAL
Office of the Attorney General
700 Capitol Ave., Suite 118
Frankfort, KY 40601
Telephone: (502) 696-5300
Facsimile: (502) 564-2894
COUNSEL FOR PLAINTIFF



ERNIE FLETCHER
GOVERNOR

EXECUTIVE ORDER

2004 - 011

January 2, 2004


Secretary of State
Frankfort
Kentucky

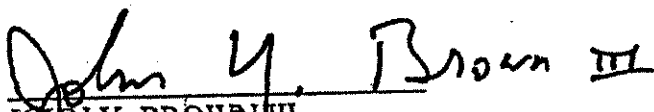
By virtue of the authority vested in me by Section 18A.050 of the Kentucky Revised Statutes, I, Ernie Fletcher, Governor of the Commonwealth of Kentucky, do hereby appoint the following as members of the Personnel Board to serve for terms expiring January 1, 2008:

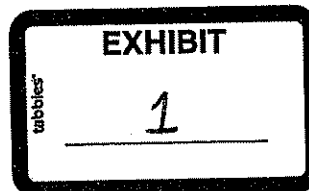
Jack C. Smith, Jr., 2582 Overlake Circle,
Lexington, Kentucky 40513, to replace Virginia R.
Stallings, Highland Heights; and

William S. McCune, 244 Collier Avenue, Jackson,
Kentucky 41339, to replace Mary L. Persley,
Louisville.

Please issue commissions to them.


ERNIE FLETCHER, Governor
Commonwealth of Kentucky


JOHN Y. BROWN III
Secretary of State





State of the Commonwealth Address

Governor Ernie Fletcher
Tuesday, January 13, 2004

The Governor's first speech to the general assembly.

President Williams, Speaker Richards, and members of the General Assembly;

Chief Justice Lambert and members of the Judiciary;

Cabinet officers and other members of the Executive branch;

Constitutional officers;

And my fellow Kentuckians:

I have been in office for just 36 days and during this honeymoon period, I have enjoyed the amount of press I've been getting. But it does remind me of what newly elected Governor Ronald Reagan said regarding his early press: "If this has been a honeymoon, then I've been sleeping alone."

But then I suppose that's good, as I'm reminded of what Senator Bob Dole once said: "Anything that keeps a politician humble is good for democracy."

Only eight years ago, I represented a small segment of Fayette County in this chamber. I know the dedication, the hard work, and sometimes thankless hours you members work to serve your districts in this commonwealth. I didn't always agree with the outcome of the vote tally on this floor. And I learned of unintended consequences. One of the earliest bills we passed, over my objection, was redistricting. My district was moved two counties to the north, preventing me from continuing to serve.

I imagine a few of you wish you could take that vote back now. But that change led me to other pursuits.

Those pursuits, oddly enough, have returned me to this chamber tonight, to address this body on behalf of all Kentuckians. Clearly, what decisions we make will affect the lives of others in ways we may not immediately understand.

I appreciate your teamwork and your insight, and I look forward to continuing our work together... because this is where we stand:

The state of the commonwealth is as challenging as it has ever been in the modern age.

Multime

Low Quality A
(MP3 - 2.1 Mb)

High Quality A
(MP3 - 8.5 Mb)

EXHIBIT

tabbies

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We are prepared for the challenge, but let's not mince words: this is a government with problems at its very core, and those problems have festered for decades.

From the organization of the budget... to the structure of the tax code... to the culture of state government itself... we will find a better way.

We didn't get into this spot overnight, and it's going to take time to get us out.

My plan is focused on improving economic opportunity throughout the commonwealth.

That will be accomplished first by reorganization. And second, by the overhauling of our budget priorities and policy.

First, reorganization.

We have begun the largest reorganization of Kentucky government in decades, and perhaps in the history of the state.

The analysis began months before the election, anticipating that if we won, we would be on a fast pace to get things done in the first weeks in office.

We have reduced the number of cabinets from 14 to 8, eliminating duplicate services, and imposing quantitative measurements of growth and quality of service.

We have brought in the best people our state has to offer to run these cabinets. Each is outstanding in their fields, and each has walked away from their regular jobs to contribute their talents to Kentucky.

This is only the beginning. As we continue to reorganize, we have to look at things at the nuts-and-bolts level.

Do we really need Economic Development offices within ten miles of one another?

Can't more than one of our 50 state parks be financially self-sufficient?

How does issuing a purchase order cost more than the thing we're buying?

As we drill down, this list is only going to get longer.

On January 6 we abolished the racing commission, and then reformed it new as the Kentucky Horse Racing Authority. That's for starters.

I am bringing into the Governor's Office an expert, known nationally for his ability to increase efficiency and productivity.

Tonight, I ask you for ratification of our first steps toward the most comprehensive reorganization in decades.

The call for change was precipitated by the budget crisis.

We have inherited a budget crisis not only between revenue and spending, but also in structure.

We have found a way to meet this year's shortfall of just over \$300 million, and we're already planning and saving for the shortfall dictated by that structure into next year's budget.

These choices did not come without criticism. But they were necessary to ensure Kentucky's future.

Structural reorganization is one pillar of change. Overhauling our budget priorities and policy is the other.

Over the years, state government has moved in many directions without the knowledge, skills or funding to finish the job.

Government cannot do everything, so we need to first decide what government ought to be doing... then figure out what it's capable of doing... and then follow the jobs we choose to completion.

We have to decide what to fund, put off, or do without.

I believe we should select priorities that move us toward a goal we all agree on: creating new economic opportunity.

That means giving our new graduates a reason to stay here...

Attracting new industries, and keeping the ones we already have...

Balancing growth and industry with the protection of our natural resources...

Making Kentucky a place where children get an education for the 21st century workplace...

Ensuring accessible and affordable healthcare...

And fighting the scourge of illegal drugs.

This effort will begin by balancing our budget without raising taxes.

The budget we will present to you later this month will not be painless. But let me assure you, today's bitter pill will reduce tomorrow's pain.

Consider the problems we have to prioritize.

Economically, we have not kept up with the expansion of our neighboring states. Earnings per job in Kentucky are \$3000 below the national average.

Kentucky's economy will always include agriculture, mining and manufacturing, but high-tech is where the next generation of jobs lies, including advanced agriculture, manufacturing, clean coal technology, biotech and other knowledge-based industries.

That's why I've embraced the forward-looking work of the Office of the New Economy and connectkentucky to expand Internet access, because if we want to compete in the new economy, we have to be a wired state.

I want Kentuckians to get their fair share of new high-tech jobs. We have nowhere to go but up, because Kentucky is 29th in high-tech employment, 41st in the average high-tech wage, 43rd in R&D, and 46th in venture capital investments.

We'll attract those jobs to Kentucky by making this a business-friendly state. That's why I will work with you members of the legislature to make life easier for women and men who have small businesses, and to pass my Kentucky Jobs and Wages initiative.

And for those serving in our National Guard, thank you for your sacrifice, and let me assure you: we are recruiting, and help is on the way.

In education, the improvement over the last few years has given us a firm foundation to build on.

And I want to commend you, as well as our teachers across the commonwealth who have made that possible.

The major educational challenge of today is illiteracy. 60 percent of the prison population, and 90 percent of those on death row, can't read.

We're going to move forward on the "Read To Achieve" initiative to ensure that every child in the state can read at grade level by the end of the third grade.

The challenge is acute in minority communities, particularly in African-American communities, where twice the percentage of fourth graders read at only the novice level, compared to non-minorities.

Let me stop at this point and introduce our First Lady, Glenna.

Our First Lady will be promoting "Read to Achieve," and she is passionate about it. She will be driving home the point that reading is the foundation of every bit of learning and success in life.

Glenna, thank you for joining Senator Kelly and Speaker Richards to take on this job.

In higher education, we have asked our universities, along with the rest of state government, to make some sacrifices in the short term. But, be assured I understand and strongly support the essential role of higher education.

We have one of the nation's leading transplant centers, and our colleges and universities are making research advances in biotechnology, nanotechnology and other disciplines. This is the kind of work that helps bring more high-tech jobs to the state--and introduces our young people to opportunities they might like to pursue.

And, as I have pledged, we are going to bring a federal research lab to

Kentucky.

Healthcare is a part of opportunity, too. Because if you want to work here, you have to want to live here. And living anywhere demands access to top-flight healthcare.

But we have problems.

The cost of healthcare is growing out of control.

Medicaid is failing to meet its obligations, especially to seniors in long-term care.

We are sorely lacking in public education on healthy habits of living.

Compared to the rest of the country, we get less physical exercise, and have more diabetes, cancer, and heart disease.

We need health insurance reform for the individual market and for state employees.

We need to promote preventive medicine.

These issues are especially important to me—which is why we will modernize Medicaid to make it easier to access, and to empower people to take control of their own healthcare.

That's why we're going to educate Medicaid recipients about preventive care.

And that's why we're cultivating new competition in the insurance market, to bring new providers back to the state so we can have lower rates for Kentuckians.

We have begun work on a medical liability program to stop the flood of doctors heading out of the state. President Williams has made this issue a priority, and I am pleased that today, Senate Bill 1 was passed by the Senate's State and Local Government Committee.

I know the House shares our desire to improve Kentucky's health, and I ask for your leadership to help us move this forward.

And there's a drug problem in this state that's destroying our communities and our young people, whether it's methamphetamine made in somebody's garage or inappropriate prescriptions for Oxy-Contin.

Our Lt. Governor Steve Pence also serves as Cabinet Secretary of Justice—we're getting two jobs for the price of one out of him. Just last week, he met with Attorney General Stumbo so they can find ways to fight this problem.

Lt. Governor Pence will convene a working summit of leaders as the first step toward a comprehensive plan for education, prevention, treatment and rehabilitation.

We must move beyond just being tough on crime to being effective on crime, not only for the sake of those caught in the jaws of addiction but also for the taxpayer who foots the bill.

Our economy has changed over the years—but you wouldn't know that to look at the tax code. The basis for funding government has to reflect the nature of the state's economy.

That's why we need a tax modernization plan that does not increase the tax burden on Kentuckians.

Half-measures won't get it. If we change one tax this year, and change another a couple of years down the road, we're missing the point.

This is comprehensive change in the way we do business to reflect the new economy, and to attract the human capital we need.

It will ease our budget problems in the future by growing our economy—not growing the tax burden. And it will ensure fairness for our low-income citizens, who today bear one of the heavier tax burdens in any state.

I know that elections are this year, and the easy answer is to put it off.

But, I ask you to join me to accomplish this long-overdue goal.

Constitutionally, this work must begin in the House. I offer to work in a bipartisan, bicameral way and, at the earliest opportunity, to tackle this challenge. The longer we wait, the longer we withhold expanded opportunity for those at whose pleasure we serve.

In closing, let me thank both sides of the aisle for how you've received me. This means a great deal to me, and it will mean a great deal to the people of the commonwealth as we work through these challenges together.

The people we represent expect fiscal and personal integrity from us, and that's what we'll deliver.

We're going to work together, and we're scheduling one-on-one meetings between each legislator and me. I want to know what you're thinking, and what your constituents are thinking.

There isn't going to be money for every project.

There is going to be some doing without so we can pay, for what we agree together, is most vital.

The state of the commonwealth is challenging, but we are more than prepared for that challenge.

Let us pledge together for all Kentuckians to restore hope and opportunity.

Thank you, and God bless Kentucky.

Last Updated

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Westlaw

NewsRoom

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1/15/04 Lexington Herald Leader C1
2004 WLNR 19103624

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January 15, 2004

Section: BUSINESS

FLETCHER'S EFFICIENCY GURU IS LEXINGTONIAN

Ryan Alessi Herald-Leader Frankfort Bureau

FRANKFORT FRANKFORT -- Gov. Ernie Fletcher is recruiting Lexington businessman Jack C. Smith Jr. to comb through state government in search of inefficiencies.

Fletcher, in his State of the Commonwealth Message on Tuesday, said he is "bringing into the governor's office an expert, known nationally for his ability to increase efficiency and productivity."

Fletcher wouldn't name the expert after his speech. But yesterday he confirmed that Smith, president and owner of sports memorabilia maker Hunter Manufacturing Group, will "likely" come aboard once "the details are worked out."

Smith, reached at his Lexington home last night, said he has offered his services to the governor.

He worked on Fletcher's transition team, overseeing groups of people who collected information about the state cabinets. Fletcher has since reduced the number of cabinets from 14 to eight.

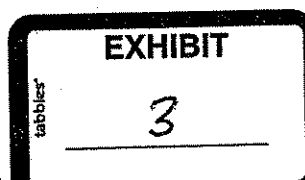
Smith, 60, has worked for Clark Equipment and FMC Corp. in Lexington, and has consulted with other corporations across the country.

"Many of my assignments dealt with going into difficult and troubled situations and trying to find better ways," he said.

Smith declined to describe the scope of his search for savings. He said no decision has been made on what, if anything, he would be paid, or whether the job would be full time.

Fletcher, since his campaign, has pledged to save the state money by cutting "waste, fraud and abuse."

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Smith founded Hunter Manufacturing in 1988. It employs about 200 people and makes glass and ceramic products for the National Football League, the National Basketball Association and Major League Baseball.

Smith contributed \$2,000 to Fletcher's gubernatorial campaign.

Herald-Leader news researcher Linda Niemi contributed to this report.

---- INDEX REFERENCES ----

REGION: (Kentucky (1KE38); USA (1US73); Americas (1AM92); North America (1NO39))

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EDITION: Final

Word Count: 346

1/15/04 LEXINGTONHLD C1

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Beward, Barbara (Finance OMB)

From: Alexander, Mike (Gov Office)
Sent: Friday, January 23, 2004 1:48 PM
To: Beward, Barbara (Finance OMB)
Subject: RE: January 6, 2004

Jack C. Smith, Jr.
[REDACTED]
Lexington, KY 40513

Travel - \$1000
Expenses - \$1000

Total Contract - \$27,000

Please note the Jr on Mr. Smith's name The letter to Secretary Rudolph will be changed to reflect that the total amount of the contract is \$27,000

As always, your assistance is greatly appreciated, especially under rushed circumstances.

-----Original Message-----

From: Beward, Barbara (Finance OMB)
Sent: Friday, January 23, 2004 1:35 PM
To: Alexander, Mike (Gov Office)
Subject: RE: January 6, 2004

Mike,

I need the following information:

Jack's home address
phone number
social security number

Reimburse travel? If yes, how much?
Reimburse expenses? If yes, how much?

Thanks.

-----Original Message-----

From: Alexander, Mike (Gov Office)
Sent: Friday, January 23, 2004 10:32 AM
To: Beward, Barbara (Finance OMB)
Subject: January 6, 2004

<< File: PSC Request Jac Smith_.doc >> Barbara, would you please prepare a contract based on the attached letter which will be delivered to Secretary Rudolph later today. Thanks

EXHIBIT

tabbles

4



KENTUCKY PERSONNEL BOARD

28 Fountain Place
Frankfort, Kentucky 40601
(502) 564-7830
Fax (502) 564-1693

Paul E. Patton
Governor

R. Hanson Williams
Executive Director and Secretary

January 15, 2004

Mr. Jack C. Smith, Jr.
2582 Overlake Circle
Lexington, Kentucky 40513

Dear Jack:

I read your article in the Lexington Herald-Leader on January 15, 2004, which mentioned that you may be looking for inefficiencies in state government. Without knowing what that role might entail, I want to make you aware of KRS 18A.050(3), a copy of which is attached.

I would advise that you be aware of this subsection in determining what your role might be as outlined in the newspaper article. If you have any questions, please do not hesitate to contact me or Mark Sipek.

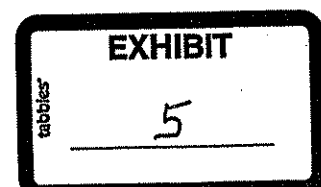
Sincerely,

R. Hanson Williams
Executive Director

Enclosure
RHW/lrg



AN EQUAL OPPORTUNITY EMPLOYER M/F/D
Printed on recycled paper



18A.050 Personnel Board -- Grandfather clause -- Composition -- Terms -- Automatic termination.

- (1) Any person serving on the board on July 15, 1982, shall serve until the expiration of his current term of office. Subsequent appointments shall be for a term of four (4) years from the date of expiration of the term for which his predecessor was appointed as provided in subsections (2) and (3) of this section, except that a person appointed to fill a vacancy prior to the expiration of such term shall be appointed in the same manner as provided in KRS 18A.045 and for the remainder of such term.
- (2) Upon the expiration of the terms of office of the two (2) board members whose terms expire January 1, 1984, the Governor shall appoint two (2) members from a list of four (4) names submitted by the Legislative Research Commission. Thereafter, upon the expiration of these terms, such terms shall be filled in the same manner as provided in this subsection.
- (3) Upon the expiration of the terms of office, of the members whose terms expire December 31, 1982, January 1, 1985, and January 1, 1986, the Governor shall appoint citizens at large who are not associated with state government in any manner. Thereafter upon the expiration of these terms, such terms shall be filled in the same manner as provided in this subsection.
- (4) These five (5) appointments to the board shall be subject to confirmation by the Senate. If the Senate is not in session, these five (5) appointments shall be subject to review by the Interim Joint Committee on State Government which shall hold a public hearing and shall transmit its recommendations to the Senate.
- (5) The initial election of classified employees to the board shall be held as provided in KRS 18A.0551. The two (2) classified employees initially elected to the board shall serve until July 1, 1986. Subsequent elections shall be for a term of four (4) years from the date of expiration of the term for which his predecessor was elected. If a vacancy occurs prior to the expiration of such term, the board shall fill the vacancy as provided in KRS 18A.060. Effective for the election to be held in 1986 and all subsequent elections, a classified employee elected to the board shall not be eligible for reelection to the board for the four (4) year term succeeding the expiration of the term for which he shall have been elected. He shall also be ineligible to be appointed to fill a vacancy that occurs during the four (4) year term succeeding the expiration of the four (4) year term for which he shall have been elected. The classified employees elected to the board at the election held in 1982 shall be eligible for the 1986 election.
- (6) If an elected board member accepts an unclassified position with state government, his membership on the board shall be terminated immediately and the vacancy shall be filled as provided in KRS 18A.060.
- (7) If an elected board member accepts a classified position in a cabinet employing another board member or if, through no fault of his own, he is placed in that cabinet, his membership on the board shall not be terminated for the remainder of his term.

Effective: July 15, 1986

History: Amended 1986 Ky. Acts ch. 494, sec. 11, effective July 15, 1986. -- Created 1982 Ky. Acts ch. 448, sec. 10, effective July 15, 1982.

HUNTER®

Jack C. Smith, Jr.
President

RECEIVED

JAN 27 2004

Personnel Board

January 24, 2004

Mr. R. Hanson Williams
Executive Director
Kentucky Personnel Board
28 Fountain Place
Frankfort, KY 40601

Dear Mr. Williams:

Thank you for your letter of January 15, 2004.

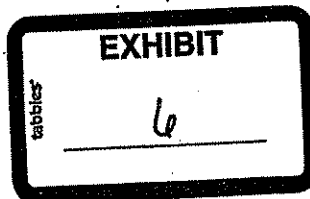
Consistent with the restrictions identified in KRS 18A.050(3), please accept this my resignation from the Kentucky Personnel Board effective immediately. I will return under separate cover all of the books, documents, etc. provided to me.

Good luck as you begin your retirement.

Respectfully,



Jack C. Smith, Jr., President
Hunter Manufacturing Group, Inc.



The Commonwealth of Kentucky

CONTRACT

Page 1 of 4

Contract No. C-04027612

Requisition No:

IMPORTANT

Show Contract number on all packages, invoices, and correspondence.

Description SMITH, JACK C		Sub Type: Contract-PSC-Standard	
Effective Date: 01 Mar 2004	Expiration Date: 30 Jun 2004		
Administered By: BARBARA BEWARD		Cited Authority: FAP111-43-00-03-PSC Exemptions	
Telephone: (502) 564-2352 ext ()		Issued By: VICKI BROWN, OFFICE MANAGER	
Credit Card Payment: <input checked="" type="radio"/> No <input type="radio"/> Yes	Card Number:		

SMITH JR, JACK C
2582 OVERLAKE CIRCLE
LEXINGTON KY 40513
USA

Line Item	Description	Quantity	Unit Price	Total Price
0001	GOVERNOR'S OFFICE - PSC - JACK SMITH	.0000	Each	\$16,000.00

Extended Description
Mr. Smith, using a wide variety of techniques, will identify areas within state government where efficiency improvements and/or cost reductions appear to be available. He will review and discuss each identified area (project) with appropriate cabinet managerial staff and establish a consensus on both the scope and general objective of the project. He will develop and communicate to appropriate cabinet managerial staff the evaluation technique(s) to be employed for each project including the specific data required for evaluation and the format in which data are to be collected and provided. Upon receipt of the requested data, he will perform an analysis of the material that will include evaluation of current methods and consideration of various alternative methods. The primary objective will be to determine methods that produce the greatest level of improvement yet considered reasonably attainable. Following the evaluation phase, he will prepare and submit a recommended course of action designed to achieve the identified efficiencies and/or cost reductions. He also will be available to assist and advise the individual cabinets as they implement the various recommendations.

Additional Markings and Instructions

FAC OFC OF MGMT & BUDGET
ATTN: BARBARA BEWARD
702 CAPITOL AVENUE ROOM 388
FRANKFORT KY 40601
Phone: (502) 564-2352 ()
Fax: (502) 564-2613

Phone: () - ()
Fax: () -

<This address is applicable to all line items>

<This address is applicable to all line items>

0002	TRAVEL EXPENSES	.0000	Each	\$1,000.00
------	-----------------	-------	------	------------

Extended Description
Contractor shall be reimbursed for out-of-state travel which would include lodging, airfare, transportation, and out-of-state mileage in accordance with state travel regulations. Contractor will not be paid an hourly fee while traveling.

Additional Markings and Instructions

0003	MISCELLANEOUS EXPENSES	.0000	Each	\$1,000.00
------	------------------------	-------	------	------------

Extended Description
The second party shall be entitled to out-of-pocket expenses which include copying, research, filing fees, printing fees, and any other reasonably necessary charges. Second Party must supply backup material for any expenses over \$10.00.

Additional Markings and Instructions

Total Order Amount \$18,000.00

EXHIBIT

tabbles

7

The Commonwealth of Kentucky

CONTRACT

Page 2 of 4

Contract No. C-04027612

Requisition No:

Name and Title of Contracting Officer

By signing this contract, the vendor agrees that electronic approvals may serve as electronic signatures.

1st Party X:

[Signature]

Title:

Date:

3/4/04

2nd Party X:

[Signature]

Title:

Date:

3/4/04

Other Party X:

Title:

Date:

Approved as to form and legality:

Mike Alexander

Attorney

[Handwritten mark]

LEGISLATIVE RESEARCH COMMISSION

PROOF OF NECESSITY FORM

Page 3 of 4

Contract No. C-04027612

Requisition No:

AGENCY / BRANCH / DIVISION: GOVERNOR'S OFFICE

TYPE OF AWARD N

1. NAME AND ADDRESS OF VENDOR

SMITH JR, JACK C
2582 OVERLAKE CIRCLE
LEXINGTON KY 40513
USA

2. EFFECTIVE PERIOD OF AWARD

Effective Date: 01 Mar 2004

Expiration Date: 30 Jun 2004

3. DESCRIPTION OF WORK TO BE PERFORMED

Mr. Smith, using a wide variety of techniques, will identify areas within state government where efficiency improvements and/or cost reductions appear to be available. He will review and discuss each identified area (project) with appropriate cabinet managerial staff and establish a consensus on both the scope and general objective of the project. He will develop and communicate to appropriate cabinet managerial staff the evaluation technique(s) to be employed for each project including the specific data required for evaluation and the format in which data are to be collected and provided. Upon receipt of the requested data, he will perform an analysis of the material that will include evaluation of current methods and consideration of various alternative methods. The primary objective will be to determine methods that produce the greatest level of improvement yet considered reasonably attainable. Following the evaluation phase, he will prepare and submit a recommended course of action designed to achieve the identified efficiencies and/or cost reductions. He also will be available to assist and advise the individual cabinets as they implement the various recommendations.

4. FINANCIAL AND AWARD COST DATA

Total Projected Cost of Award: \$18,000.00

Source of Funds:	Federal:	\$0.00
	General:	\$18,000.00
	Agency:	\$0.00
	Capital	
	Construction:	\$0.00
	Other:	\$0.00
If Other, specify: Not Applicable		

If federal, is there an associated grant?

Not Applicable

Is the agency paying FICA?

☐ Yes ☒ No

Was award cost included as a line item in the most recent budget bill for the Commonwealth?

☒ Yes ☐ No

Was this cost included in the current agency budget?

Not Applicable

If No, explain source of funds:

Not Applicable

Detailed Description of Projected Cost:

It was agreed to pay Mr. Smith \$4,000 monthly as is usual and customary for the type of services provided

Method of Payment: External

Frequency of Payment: Monthly

If Other, explain: Not Applicable

5. CONTRACTOR JUSTIFICATION

Could or should the work be performed by state personnel?

☐ Yes ☒ No

Justification for Outside Service Provider:

Mr. Smith was selected to provide the aforementioned services based upon his unique expertise in matters relating to the downsizing of major operations so as to maximize efficiency improvements and cost reductions.

**LEGISLATIVE RESEARCH COMMISSION
PROOF OF NECESSITY FORM**

Page 4 of 4

Contract No. C-04027612

Requisition No:

AGENCY / BRANCH / DIVISION: GOVERNOR'S OFFICE**6. NAME/ADDRESSES OF OTHER PROVIDER(S) CONSIDERED:**

N/A

**7. BASIS FOR SELECTION OF PROPOSED CONTRACTOR (PSC) /
REASON FOR EXCHANGE OF RESOURCES OR RESPONSIBILITIES (MOA):**

his unique expertise in matters relating to the downsizing of major operations so as to maximize efficiency improvements and cost reductions.

8. PLANNED PERFORMANCE MONITORING ACTIVITIES:

He will prepare and submit a recommended course of action designed to achieve the identified efficiencies and/or cost reductions. He also will be available to assist and advise the individual cabinets as they implement the various recommendations.

20

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 1 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

Section 1: A -- CANNED SPECIFICATIONS FOR THE COMMONWEALTH OF KENTUCKY

Section 1: A -- CANNED SPECIFICATIONS FOR THE COMMONWEALTH OF KENTUCKY

PSC1 Personal Service Contract Clauses

WHEREAS, THE STATE AGENCY HAS CONCLUDED THAT EITHER STATE PERSONNEL ARE NOT AVAILABLE TO PERFORM SAID FUNCTION, OR IT WOULD NOT BE FEASIBLE TO UTILIZE STATE PERSONNEL TO PERFORM SAID FUNCTION; AND WHEREAS, THE SECOND PARTY IS AVAILABLE AND QUALIFIED TO PERFORM SUCH FUNCTION, AND WHEREAS, FOR THE HEREINBEFORE-STATED REASONS, THE STATE AGENCY DESIRES TO AVAIL ITSELF OF THE SERVICES OF THE SECOND PARTY.

INVOICES FOR FEES:

THE CONTRACTOR SHALL MAINTAIN SUPPORTING DOCUMENTS TO SUBSTANTIATE INVOICES AND SHALL FURNISH SAME IF REQUIRED BY STATE GOVERNMENT.

TRAVEL EXPENSES, IF AUTHORIZED:

THE CONTRACTOR SHALL BE PAID FOR NO TRAVEL EXPENSES UNLESS AND EXCEPT AS SPECIFICALLY AUTHORIZED BY THE SPECIFICATIONS OF THE CONTRACT.

OTHER EXPENSES, IF AUTHORIZED HEREIN:

THE CONTRACTOR SHALL BE REIMBURSED FOR NO OTHER EXPENSES OF ANY KIND, UNLESS AND EXCEPT AS SPECIFICALLY AUTHORIZED WITHIN THE SPECIFICATIONS OF THE CONTRACT.

IF THE REIMBURSEMENT OF SUCH EXPENSES IS AUTHORIZED, THE REIMBURSEMENT SHALL BE ONLY ON AN OUT-OF-POCKET BASIS. REQUEST FOR PAYMENT OF SAME SHALL BE PROCESSED UPON RECEIPT FROM THE CONTRACTOR OF VALID, ITEMIZED STATEMENTS SUBMITTED PERIODICALLY FOR PAYMENT AT THE TIME ANY FEES ARE DUE. THE CONTRACTOR SHALL MAINTAIN SUPPORTING DOCUMENTS THAT SUBSTANTIATE EVERY CLAIM FOR EXPENSES AND SHALL FURNISH SAME IF REQUESTED BY STATE GOVERNMENT.

I. INVOICING FOR FEE: THE CONTRACTOR'S FEE SHALL BE ORIGINAL INVOICE(S) AND SHALL BE DOCUMENTED BY THE CONTRACTOR. THE INVOICE(S) MUST CONFORM TO THE METHOD DESCRIBED IN THE SPECIFICATIONS OF THE CONTRACT.

II. INVOICING FOR TRAVEL EXPENSES: THE CONTRACTOR MUST FOLLOW INSTRUCTIONS DESCRIBED IN THE SPECIFICATIONS OF THE CONTRACT. EITHER ORIGINAL OR CERTIFIED COPIES OF RECEIPTS MUST BE SUBMITTED FOR AIRLINE TICKETS, MOTEL BILLS, RESTAURANT CHARGES, RENTAL CAR CHARGES, AND ANY OTHER MISCELLANEOUS EXPENSES.

III. INVOICING FOR MISCELLANEOUS EXPENSES: THE CONTRACTOR MUST FOLLOW INSTRUCTIONS PRESCRIBED IN THE SPECIFICATIONS OF THE CONTRACT. EXPENSES SUBMITTED SHALL BE DOCUMENTED BY ORIGINAL OR CERTIFIED COPIES.

EFFECTIVE DATE:

THIS AGREEMENT IS NOT EFFECTIVE UNTIL THE SECRETARY OF THE FINANCE

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 2 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

AND ADMINISTRATION CABINET OR ITS AUTHORIZED DESIGNEE HAS APPROVED THE CONTRACT AND UNTIL THE CONTRACT HAS BEEN SUBMITTED TO THE GOVERNMENT CONTRACT REVIEW COMMITTEE.

PAYMENTS ON PERSONAL SERVICE CONTRACTS AND MEMORANDUM OF AGREEMENT SHALL NOT BE AUTHORIZED FOR SERVICES RENDERED AFTER GOVERNMENT CONTRACT REVIEW COMMITTEE DISAPPROVAL, UNLESS THE DECISION OF THE COMMITTEE IS OVERRIDDEN BY THE SECRETARY OF THE FINANCE AND ADMINISTRATION CABINET OR AGENCY HEAD, IF THE AGENCY HAS BEEN GRANTED DELEGATION AUTHORITY BY THE SECRETARY.

SOCIAL SECURITY: (Check One)

☒ THE PARTIES ARE COGNIZANT THAT THE STATE IS NOT LIABLE FOR SOCIAL SECURITY CONTRIBUTIONS PURSUANT TO 42 U.S. CODE, SECTION 418, RELATIVE TO THE COMPENSATION OF THE SECOND PARTY FOR THIS CONTRACT.

☐ THE PARTIES ARE COGNIZANT THAT THE STATE IS LIABLE FOR SOCIAL SECURITY CONTRIBUTIONS PURSUANT TO 42 U.S. CODE, SECTION 418, RELATIVE TO THE COMPENSATION OF THE SECOND PARTY FOR THIS CONTRACT

CANCELLATION:

THE STATE AGENCY SHALL HAVE THE RIGHT TO TERMINATE AND CANCEL THIS AGREEMENT AT ANY TIME NOT TO EXCEED THIRTY (30) DAYS' WRITTEN NOTICE SERVED ON THE CONTRACTOR BY REGISTERED OR CERTIFIED MAIL.

PURCHASING AND SPECIFICATIONS:

THE CONTRACTOR CERTIFIES THAT HE WILL NOT ATTEMPT IN ANY MANNER TO INFLUENCE ANY SPECIFICATIONS TO BE RESTRICTIVE IN ANY WAY OR RESPECT NOR WILL HE ATTEMPT IN ANY WAY TO INFLUENCE ANY PURCHASING OF SERVICES, COMMODITIES OR EQUIPMENT BY THE COMMONWEALTH OF KENTUCKY. FOR THE PURPOSE OF THIS PARAGRAPH AND THE FOLLOWING PARAGRAPH THAT PERTAINS TO CONFLICT-OF INTEREST LAWS AND PRINCIPLES, "HE" IS CONSTRUED TO MEAN "THEY" IF MORE THAN ONE PERSON IS INVOLVED AND IF A FIRM, PARTNERSHIP, CORPORATION, OR OTHER ORGANIZATION IS INVOLVED, THEN "HE" IS CONSTRUED TO MEAN ANY PERSON WITH AN INTEREST THEREIN.

CONFLICT-OF-INTEREST LAWS AND PRINCIPLES:

THE CONTRACTOR CERTIFIES THAT HE IS LEGALLY ENTITLED TO ENTER INTO THIS CONTRACT WITH THE COMMONWEALTH OF KENTUCKY, AND BY HOLDING AND PERFORMING THIS CONTRACT WILL NOT BE VIOLATING EITHER ANY CONFLICT OF INTEREST STATUTE (KRS 45A.330-45A.340, 45A.990, 164.390), OR KRS 11A.040 OF THE EXECUTIVE BRANCH CODE OF ETHICS, RELATING TO THE EMPLOYMENT OF FORMER PUBLIC SERVANTS

CHOICE OF LAW AND FORUM.

ALL QUESTIONS AS TO THE EXECUTION, VALIDITY, INTERPRETATION, CONSTRUCTION AND PERFORMANCE OF THIS AGREEMENT SHALL BE GOVERNED BY THE LAWS OF THE COMMONWEALTH OF KENTUCKY. FURTHERMORE, THE PARTIES HERETO AGREE THAT ANY LEGAL ACTION WHICH IS BROUGHT ON THE BASIS OF THIS AGREEMENT SHALL BE FILED IN THE FRANKLIN COUNTY CIRCUIT COURT OF THE COMMONWEALTH OF KENTUCKY.

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 3 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

DISCRIMINATION:
(BECAUSE OF RACE, RELIGION, COLOR, NATIONAL ORIGIN, SEX, AGE, OR DISABILITY)
PROHIBITED. THIS SECTION APPLIES ONLY TO CONTRACTS UTILIZING FEDERAL FUNDS, IN
WHOLE OR IN PART.
DURING THE PERFORMANCE OF THIS CONTRACT, THE CONTRACTOR AGREES AS FOLLOWS:

1. THE CONTRACTOR WILL NOT DISCRIMINATE AGAINST ANY EMPLOYEE OR APPLICANT FOR EMPLOYMENT BECAUSE OF RACE, RELIGION, COLOR, NATIONAL ORIGIN, SEX OR AGE. THE CONTRACTOR FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES ACT (ADA), PUBLIC LAW 101-336, AND APPLICABLE FEDERAL REGULATIONS RELATING THERETO PROHIBITING DISCRIMINATION AGAINST OTHERWISE QUALIFIED DISABLED INDIVIDUALS UNDER ANY PROGRAM OR ACTIVITY. THE CONTRACTOR AGREES TO PROVIDE, UPON REQUEST, NEEDED REASONABLE ACCOMODATIONS. THE CONTRACTOR WILL TAKE AFFIRMATIVE ACTION TO ENSURE THAT APPLICANTS ARE EMPLOYED AND THAT EMPLOYEES ARE TREATED DURING EMPLOYMENT WITHOUT REGARD TO THEIR RACE, RELIGION, COLOR, NATIONAL ORIGIN, SEX, AGE OR DISABILITY. SUCH ACTION SHALL INCLUDE, BUT NOT BE LIMITED TO THE FOLLOWING; EMPLOYMENT, UPGRADING, DEMOTION OR TRANSFER; RECRUITMENT OR RECRUITMENT ADVERTISING; LAYOFF OR TERMINATION; RATES OF PAY OR OTHER FORMS OF COMPENSATIONS; AND SELECTION FOR TRAINING, INCLUDING APPRENTICESHIP. THE CONTRACTOR AGREES TO POST IN CONSPICUOUS PLACES, AVAILABLE TO EMPLOYEES AND APPLICANTS FOR EMPLOYMENT, NOTICES SETTING FORTH THE PROVISIONS OF THIS NON-DISCRIMINATION CLAUSE.
2. THE CONTRACTOR WILL, IN ALL SOLICITATIONS OR ADVERTISEMENTS FOR EMPLOYEES PLACED BY OR ON BEHALF OF THE CONTRACTOR, STATE THAT ALL QUALIFIED APPLICANTS WILL RECEIVE CONSIDERATION FOR EMPLOYMENT WITHOUT REGARD TO RACE, RELIGION, COLOR, NATIONAL ORIGIN, SEX, AGE OR DISABILITY.
3. THE CONTRACTOR WILL SEND TO EACH LABOR UNION OR REPRESENTATIVE OF WORKERS WITH WHICH HE HAS A COLLECTIVE BARGAINING AGREEMENT OR OTHER CONTRACT OR UNDERSTANDING, A NOTICE ADVISING THE SAID LABOR UNION OR WORKERS' REPRESENTATIVE OF THE CONTRACTOR'S COMMITMENTS UNDER THIS SECTION, AND SHALL POST COPIES OF THE NOTICE IN CONSPICUOUS PLACES AVAILABLE TO EMPLOYEES AND APPLICANTS FOR EMPLOYMENT. THE CONTRACTOR WILL TAKE SUCH ACTION WITH RESPECT TO ANY SUBCONTRACT OR PURCHASE ORDER AS THE ADMINISTERING AGENCY MAY DIRECT AS A MEANS OF ENFORCING SUCH PROVISIONS, INCLUDING SANCTIONS FOR NONCOMPLIANCE.
4. THE CONTRACTOR WILL COMPLY WITH ALL PROVISIONS OF EXECUTIVE ORDER NO. 11246 OF SEPTEMBER 24, 1965 AS AMENDED, AND OF THE RULES, REGULATIONS AND RELEVANT ORDERS OF THE SECRETARY OF LABOR.
5. THE CONTRACTOR WILL FURNISH ALL INFORMATION AND REPORTS REQUIRED BY EXECUTIVE ORDER NO. 11246 OF SEPTEMBER 24, 1965, AS AMENDED, AND BY THE RULES, REGULATIONS AND ORDERS OF THE SECRETARY OF LABOR, OR PURSUANT THERETO, AND WILL PERMIT ACCESS TO HIS BOOKS, RECORDS AND ACCOUNTS BY THE ADMINISTERING AGENCY AND THE SECRETARY OF LABOR FOR PURPOSES OF INVESTIGATION TO ASCERTAIN COMPLIANCE WITH SUCH RULES, REGULATIONS AND ORDERS.

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 4 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

6. IN THE EVENT OF THE CONTRACTOR'S NONCOMPLIANCE WITH THE NONDISCRIMINATION CLAUSES OF THIS CONTRACT OR WITH ANY OF THE SAID RULES, REGULATIONS OR ORDERS, THIS CONTRACT MAY BE CANCELLED, TERMINATED OR SUSPENDED IN WHOLE OR IN PART AND THE CONTRACTOR MAY BE DECLARED INELIGIBLE FOR FURTHER GOVERNMENT CONTRACTS OR FEDERALLY-ASSISTED CONSTRUCTION CONTRACTS IN ACCORDANCE WITH PROCEDURES AUTHORIZED IN EXECUTIVE ORDER NO. 11246 OF SEPTEMBER 24, 1965, AS AMENDED, AND SUCH OTHER SANCTIONS MAY BE IMPOSED AND REMEDIES INVOKED AS PROVIDED IN OR AS OTHERWISE PROVIDED BY LAW.

7. THE CONTRACTOR WILL INCLUDE THE PROVISIONS OF PARAGRAPHS (1) THROUGH (7) OF SECTION 202 OF EXECUTIVE ORDER 11246 IN EVERY SUBCONTRACT OR PURCHASE ORDER UNLESS EXEMPTED BY RULES, REGULATIONS OR ORDERS OF THE SECRETARY OF LABOR, ISSUED PURSUANT TO SECTION 204 OF EXECUTIVE ORDER NO. 11246 OF SEPTEMBER 24, 1965, AS AMENDED, SO THAT SUCH PROVISIONS WILL BE BINDING UPON EACH SUBCONTRACTOR OR VENDOR. THE CONTRACTOR WILL TAKE SUCH ACTION WITH RESPECT TO ANY SUBCONTRACT OR PURCHASE ORDER AS THE ADMINISTERING AGENCY MAY DIRECT AS A MEANS OF ENFORCING SUCH PROVISIONS INCLUDING SANCTIONS FOR NONCOMPLIANCE; PROVIDED, HOWEVER, THAT IN THE EVENT A CONTRACTOR BECOMES INVOLVED IN, OR IS THREATENED WITH, LITIGATION WITH A SUBCONTRACTOR OR VENDOR AS A RESULT OF SUCH DIRECTION BY THE AGENCY, THE CONTRACTOR MAY REQUEST THE UNITED STATES TO ENTER INTO SUCH LITIGATION TO PROTECT THE INTERESTS OF THE UNITED STATES.

CAMPAIGN FINANCE.

THE CONTRACTOR CERTIFIES THAT NEITHER HE/SHE NOR ANY MEMBER OF HIS/HER IMMEDIATE FAMILY HAVING AN INTEREST OF 10% OR MORE IN ANY BUSINESS ENTITY INVOLVED IN THE PERFORMANCE OF THIS CONTRACT, HAS CONTRIBUTED MORE THAN THE AMOUNT SPECIFIED IN KRS 121.056(2), TO THE CAMPAIGN OF THE GUBERNATORIAL CANDIDATE ELECTED AT THE ELECTION LAST PRECEDING THE DATE OF THIS CONTRACT. THE CONTRACTOR FURTHER SWEARS UNDER THE PENALTY OF PERJURY, AS PROVIDED BY KRS 523.020, THAT NEITHER HE/SHE NOR THE COMPANY WHICH HE/SHE REPRESENTS, HAS KNOWINGLY VIOLATED ANY PROVISIONS OF THE CAMPAIGN FINANCE LAWS OF THE COMMONWEALTH, AND THAT THE AWARD OF A CONTRACT TO HIM/HER OR THE COMPANY WHICH HE/SHE REPRESENTS WILL NOT VIOLATE ANY PROVISIONS OF THE CAMPAIGN FINANCE LAWS OF THE COMMONWEALTH.

CERTIFICATION.

THE STATE AGENCY CERTIFIES THAT IT IS IN COMPLIANCE WITH THE PROVISIONS OF KRS 45A.695.

"ACCESS TO CONTRACTOR'S BOOKS, DOCUMENTS, PAPERS, RECORDS, OR OTHER EVIDENCE DIRECTLY PERTINENT TO THE CONTRACT". THE CONTRACTOR, AS DEFINED IN KRS 45A.030(7), AGREES THAT THE CONTRACTING AGENCY, THE FINANCE AND ADMINISTRATION CABINET, THE AUDITOR OF PUBLIC ACCOUNTS, AND THE LEGISLATIVE RESEARCH COMMISSION, OR THEIR DULY AUTHORIZED REPRESENTATIVES, SHALL HAVE ACCESS TO ANY BOOKS, DOCUMENTS, PAPERS, RECORDS, OR OTHER EVIDENCE, WHICH ARE DIRECTLY PERTINENT TO THIS CONTRACT FOR THE PURPOSE OF FINANCIAL AUDIT OR PROGRAM REVIEW. FURTHERMORE, ANY BOOKS, DOCUMENTS, PAPERS, RECORDS, OR OTHER EVIDENCE PROVIDED TO THE CONTRACTING AGENCY, THE FINANCE AND ADMINISTRATION CABINET, THE AUDITOR OF PUBLIC ACCOUNTS, OR THE LEGISLATIVE RESEARCH COMMISSION WHICH ARE DIRECTLY PERTINENT TO THE CONTRACT SHALL BE SUBJECT TO PUBLIC DISCLOSURE REGARDLESS OF THE PROPRIETARY NATURE OF THE INFORMATION, UNLESS SPECIFIC INFORMATION IS IDENTIFIED AND EXEMPTED AND AGREED TO BY THE SECRETARY OF THE FINANCE AND ADMINISTRATION CABINET AS MEETING THE PROVISIONS OF KRS 61.878(1)(C) PRIOR TO THE EXECUTION OF THE CONTRACT. THE SECRETARY OF THE FINANCE AND ADMINISTRATION CABINET SHALL NOT RESTRICT THE

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 6 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

PUBLIC RELEASE OF ANY INFORMATION WHICH WOULD OTHERWISE BE SUBJECT TO PUBLIC RELEASE IF A STATE GOVERNMENT AGENCY WAS PROVIDING THE SERVICES.

VIOLATION OF TAX AND EMPLOYMENT LAWS.

KRS 45A.485 REQUIRES THE CONTRACTOR TO REVEAL TO THE COMMONWEALTH, PRIOR TO THE AWARD OF A CONTRACT, ANY FINAL DETERMINATION OF A VIOLATION BY THE CONTRACTOR WITHIN THE PREVIOUS FIVE (5) YEAR PERIOD OF THE PROVISIONS OF KRS CHAPTERS 136, 139, 141, 337, 338, 341, AND 342. THESE STATUTES RELATE TO THE STATE SALES AND USE TAX, CORPORATE AND UTILITY TAX, INCOME TAX, WAGES AND HOURS LAWS, OCCUPATIONAL SAFETY AND HEALTH LAWS, UNEMPLOYMENT INSURANCE LAWS, AND WORKERS COMPENSATION INSURANCE LAWS, RESPECTIVELY.

TO COMPLY WITH THE PROVISIONS OF KRS 45A.485, THE CONTRACTOR SHALL REPORT ANY SUCH FINAL DETERMINATION(S) OF VIOLATION(S) TO THE COMMONWEALTH BY PROVIDING THE FOLLOWING INFORMATION REGARDING THE FINAL DETERMINATION(S): THE KRS VIOLATED, THE DATE OF THE FINAL DETERMINATION, AND THE STATE AGENCY WHICH ISSUED THE FINAL DETERMINATION.

KRS 45A.485 ALSO PROVIDES THAT, FOR THE DURATION OF ANY CONTRACT, THE CONTRACTOR SHALL BE IN CONTINUOUS COMPLIANCE WITH THE PROVISIONS OF THOSE STATUTES WHICH APPLY TO THE CONTRACTOR'S OPERATIONS, AND THAT THE CONTRACTOR'S FAILURE TO REVEAL A FINAL DETERMINATION AS DESCRIBED ABOVE OR FAILURE TO COMPLY WITH THE ABOVE STATUTES FOR THE DURATION OF THE CONTRACT, SHALL BE GROUNDS FOR THE COMMONWEALTH'S CANCELLATION OF THE CONTRACT AND THE CONTRACTOR'S DISQUALIFICATION FROM ELIGIBILITY FOR FUTURE STATE CONTRACTS FOR A PERIOD OF TWO (2) YEARS.

Contractor must check one:

☒ THE CONTRACTOR HAS NOT VIOLATED ANY OF THE PROVISIONS OF THE ABOVE STATUTES WITHIN THE PREVIOUS FIVE (5) YEAR PERIOD.

☐ THE CONTRACTOR HAS VIOLATED THE PROVISIONS OF ONE OR MORE OF THE ABOVE STATUTES WITHIN THE PREVIOUS FIVE (5) YEAR PERIOD AND HAS REVEALED SUCH FINAL DETERMINATION(S) OF VIOLATION(S). A LIST OF SUCH DETERMINATION(S) IS ATTACHED

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 6 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

March 1, 2004

Secretary Robbie Rudolph
Finance & Administration Cabinet
Room 383, Annex
Frankfort Kentucky 40601

Dear Secretary Rudolph:

The Governor's Office would like to enter into a personal service contract with Jack C. Smith to provide professional services to assist the Commonwealth in implementing its newly established reorganization strategy so as to maximize efficiency improvements and cost reductions in state government operations.

Mr. Smith, using a wide variety of techniques, will identify areas within state government where efficiency improvements and/or cost reductions appear to be available. He will review and discuss each identified area (project) with appropriate cabinet managerial staff and establish a consensus on both the scope and general objective of the project. He will develop and communicate to appropriate cabinet managerial staff the evaluation technique(s) to be employed for each project including the specific data required for evaluation and the format in which data are to be collected and provided. Upon receipt of the requested data, he will perform an analysis of the material that will include evaluation of current methods and consideration of various alternative methods. The primary objective will be to determine methods that produce the greatest level of improvement yet considered reasonably attainable. Following the evaluation phase, he will prepare and submit a recommended course of action designed to achieve the identified efficiencies and/or cost reductions. He also will be available to assist and advise the individual cabinets as they implement the various recommendations.

Mr. Smith was selected to provide the aforementioned services based upon his unique expertise in matters relating to the downsizing of major operations so as to maximize efficiency improvements and cost reductions. Therefore, authority to enter into a contract with Mr. Smith for his professional services as a special assistant to the Governor for efficiency is requested, together with an exemption of the contract from the competitive bid requirements of KRS Chapter 45A.

The total amount of the contract is \$18,000.00. Mr. Smith shall be accountable and report directly to the Governor's Chief of Staff on a weekly basis concerning the progress of his work. Mr. Smith also shall submit a monthly report to the Governor concerning the progress of the project, which shall include a description of his time spent on relevant work, as well as a monthly invoice and expense report to be reviewed and approved by the Chief of Staff.

Award / Contract	Document No. C-04027612	Document Title SMITH, JACK C	Page 7 of 1
	Buyer Name Barbara Beward (Fin-OMB)		

Because of the current financial condition of the state and in order to insure that the newly established reorganization strategy is implemented without any undue delay, it has been determined that an emergency condition exists pursuant to the provisions of KRS 45A.690. Therefore, we request that we be granted immediate approval of a personal service contract with Mr. Smith.

Due to the emergency nature as noted above, we request that the effective date of the contract be March 1, 2004. The date of services to be provided by Mr. Smith would therefore begin on March 1, 2004 and continue through June 30, 2004.

Sincerely,

John Roach
General Counsel

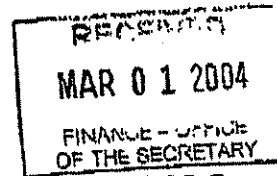
Jun. 8. 2006 2:10PM

No. 0161 P. 1
12034



COMMONWEALTH OF KENTUCKY
OFFICE OF THE GOVERNOR

ERNIE FLETCHER
GOVERNOR



700 CAPITOL AVENUE
SUITE 100
FRANKFORT, KY 40601
(502) 564-2611
FAX: (502) 564-2517

March 1, 2004

Secretary Robbie Rudolph
Finance & Administration Cabinet
Room 383, Annex
Frankfort Kentucky 40601

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DIVISION OF MATERIAL
& PROCUREMENT SERVICE
2004 MAR - 1 P 3:50

The total amount of the contract is \$18,000.00. Mr. Smith shall be accountable and report directly to the Governor's Chief of Staff on a weekly basis concerning the progress of his work. Mr. Smith also shall submit a monthly report to the Governor concerning the progress of the project, which shall include a description of his time spent on relevant work, as well as a monthly invoice and expense report to be reviewed and approved by the Chief of Staff.


Because of the current financial condition of the state and in order to insure that the newly established reorganization strategy is implemented without any undue delay, it has been determined that an emergency condition exists pursuant to the provisions of KRS 45A.690. Therefore, we request that we be granted immediate approval of a personal service contract with Mr. Smith.

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Sincerely,



John Roach
General Counsel

APPROVED: MAR 04 2004

Finance & Administration Cabinet

Campaign Finance Law Compliance

In accordance with the provisions of KRS 45A.110 and KRS 45A.115, each bidder or offeror shall submit this affidavit with the bid or proposal.

I hereby swear or affirm under penalty of perjury that:

- (1) neither the bidder or offeror as defined in KRS 45A.070(6), nor the entity which he/she represents, has knowingly violated any provisions of the campaign finance laws of the Commonwealth of Kentucky, and
- (2) the award of a contract to the bidder or offeror or the entity which he/she represents will not violate any provisions of the campaign finance laws of the Commonwealth.

I have fully informed myself regarding the accuracy of the statement made above.

[Signature]
SIGNATURE

Jack C. Smith, Jr
Printed Name

Director
Title

March 16, 2004
Date

Company Name

Address

Governor's Office of Efficiency
700 Capitol Avenue, Rm. 105
Frankfort, Ky 40601

Subscribed and sworn to before me by Jack C. Smith, Jr. Director
(Affiant) (Title)

of Governor's Office of Efficiency this 16th day of March, 2004.
(Company Name)

Louise C. Parker
Notary Public

[seal of notary]

My commission expires: 7-1-06



Kentucky Commerce Cabinet News Release

Unique Merchandising Program Underway for Kentucky Unbridled Spirit

Release Date
IMMEDIATE

Contact: Terry Johnson
502-564-4270

FRANKFORT, Ky. – A larger variety of Kentucky Unbridled Spirit merchandise is now available for sale on-line, and Kentucky retailers will soon have the opportunity to offer its customers state-branded merchandise. Secretary of Commerce Jim Host announced today the launch of the most comprehensive merchandising program in the Commonwealth's history, including its new web store located at www.kentuckyunbridledspirit.com.

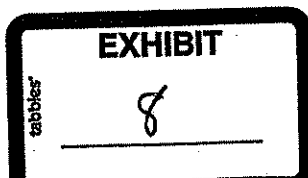
Last November, after weeks of public voting, Governor Fletcher unveiled the state's new brand, "Kentucky Unbridled Spirit." The merchandising program is aimed at extending the brand's reach and generating revenues that will be put back into creating new jobs in Kentucky by marketing the state to tourists and businesses.

"This is truly a landmark program we are unveiling today," stated Secretary Host. "Much like professional and collegiate sports programs license merchandise to extend their brands and generate revenue, now, so will the Commonwealth."

BullDawg Marketing, Inc. (BMI) won the contract after an extensive bid process. BullDawg's expertise is derived from years of NASCAR licensing experience. The company's job is to manage the vendor program and operate the official web store.

BMI will immediately begin contacting vendors, retailers and manufacturers to get them involved in the program, and a special emphasis will be placed on seeking out those that are Kentucky-based. The Commonwealth will have final approval of every product that will be sold, while BMI will operate the web store and manage the program.

"We will seek quality vending partners that share our vision of marketing the Commonwealth through this program," Host continued. "The application process we have created is rigorous so we can be certain the partners we work with will represent the state well and will provide quality products."



Initially, seventeen products are available on the official web store, but more will be added as the program continues to grow.

#####

LICENSING APPLICATION FORM FOR KENTUCKY UNBRIDLED SPIRIT

Please complete and return this application to the following address:

Bulldawg Marketing, Inc.
614 Mint Hill Lane
Lexington, KY 40509
Attn: Angie Meyers
Phone: 859-263-2240
Fax: 859-263-2245

*mailed
encls 2
5/11/15*

Return this application with a check made payable to "Bulldawg Marketing, Inc." for \$250 as a non-refundable application fee.

Company Information

Name of Company

Hunter Mfg. Group, Inc.

Name of Parent Company

Other Assumed Names Used (if any)

Address

201 W. Loudon Ave.

Lexington, KY. 40508

Phone

859-254-7573

Fax

859-254-7614

Years in Business

17

Type of Entity

☒ Corporation

Limited Liability Company

Partnership

Other: _____

Name of Your Division

Name of Principal Contact

Jack C. Smith Jr.

Title of Principal Contact

President - CEO

President

Licensing Coordinator

Sales Director

Marketing/Advertising Director

Chief Financial Officer

James B. Smith

Counsel (if applicable)

Individual Responsible for Signing Contract

Jack C. Smith Jr.

Title of Individual Signing Contract

President / CEO

Product Information

Description of product(s) for which you seek a license:

Description of Product	Estimated Wholesale Selling Price/Unit	Estimated Retail Price/Unit
1. <i>Drinkware</i> - Glass, Ceramic, Plastics, Stainless		
2. <i>Stationery</i> - Mouse Pads, Pens Playing Cards, Coasters Journal - Note Book		
3.		
4. <i>Misc.</i> - Key Rings, Ash Trays Candy Jars		
5.		
6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
14.		
15.		

Compensation

Proposed Compensation Structure

Proposed Advance

Proposed Minimum Guarantee

Requested Term of Agreement

[Handwritten signature]

Testing Information

Has the product(s) been tested for compliance with the following:

American Society for Testing and Materials Standards YES___ NO___

Consumer Product Safety Commission Standards YES___ NO___

Other laws:

N/A

PRODUCT TESTING

What type of testing is conducted on the items for which you seek a license (please check all that apply):

☐ Mechanical Hazards
☐ Vinyl Plastic Films
☐ Children's Sleepwear
☐ Other Heavy Metals
☐ Lead and Cadmium Extraction
☐ Pennsylvania compliance (plush items)

☐ Flammability
☐ Clothing/Textiles
☐ Lead in Coatings
☐ FDA Extraction for Direct Food
☐ Stuffing Cleanliness (plush items)

Is each production lot tested? YES___ NO ☒

Does each factory have inspection procedures for:

Raw materials? YES___ NO ☒

In process work? YES ☒ NO___

Finished product? YES ☒ NO___

Manufacturing Information

Will your company actually manufacture this product(s)? YES ☒ NO___

If not, who will manufacture this product(s)?

Name of Company

Contact Name

Address

N/A

Telephone

Fax

Where will the product(s) be manufactured?

USA___ Kentucky ☒ Mexico___ China___ Other___ Please specify___

Number of factories involved in manufacture of product(s)? 1

Location of principal plants (complete address and telephone number):

1.	2.
<u>201 W. Loudon Ave</u>	<u></u>
<u>Lexington, Ky. 40508</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

Sales and Distribution Information

Company sales volume for the last three years:

2002	2003	2004
\$ <u>N/A</u>	\$ <u>N/A</u>	\$ <u>N/A</u>

Distribution capability:

National ☒ Regional ☐ Number of States

International (number of countries) ☒ List:

Canada

Territories Requested:

USA ☒ Canada ☒

Other (please list):

SALES FORCE

Number of In-House Salespersons	<u>10</u>
Number of Reps, Jobbers, etc.	<u>119</u>
Number of Agents	<u>—</u>
Total Number of Field Sales Force	<u>119</u>

CHANNELS OF DISTRIBUTION:

Accounts to whom you plan to sell the licensed product(s):

Wholesale	Retail	Other

Projected estimate of annual dollar volume of the product(s) you wish to manufacture under this license:

Year 1 5000 Year 2 7000

List Current Channels of Distribution (please be specific):

1. <i>Mass</i>	6. <i>Food</i>	11.
2. <i>S/goods Stores</i>	7. <i>Drug</i>	12.
3. <i>Department Stores</i>	8.	13.
4. <i>Ind. Gift</i>	9.	14.
5. <i>Sports Specialty</i>	10.	15.

SALES BY DISTRIBUTION CHANNEL

Type of Account	Product(s)	2004 Sales Volume	Main Accounts
Mass Market			
National Chains			
Regional Chains			
Upper End Department Stores			
Mid-Tier Department Stores			
Sporting Good Stores			
Sport Specialty Stores			
Catalog Stores			
Convenience Stores			
Discount Stores			
Drug Stores			
Electronic Retail			
Food Stores			
Military Bases			
Outlet Stores			
Toy Stores			
Warehouse Clubs			
Wholesaler			
Others (specify)			

Do you plan to advertise or promote the product(s) you are requesting a license for? YES ☒ NO ☐

☐ Consumer Advertising ☐ In-Store Materials
☐ Sales/Trade Incentives ☐ Co-op Advertising
☐ Trade Advertising ☒ Other

If other, please list and describe below:

Company Sales Literature, Catalogs, etc.

\$

If yes, please provide the company's information below.

Name _____

Address _____

Phone _____

Does your company currently manufacture any other products under licensing contracts?

Specify which licenses your company currently holds:

6

REFERENCES

Please list three trade references who would be able to provide us with an opinion on your company's product line and performance.

Company Name	Contact	Title	Telephone
1. <u>See</u>	<u>/</u>		
2. <u>Licensor</u>	<u>/</u>		
3. <u>Listing</u>	<u>/</u>		

List trade shows where you exhibit your product(s):

Super Show
Various Regional Gift Shows

List other products your company sells that are not included in this license application:

/

Insurance

Does your company carry product liability insurance? If so, list carrier and amount of coverage:

Insurance Carrier SELECTIVE INS OF AMERICA Individual Limit \$ 3,000,000
Type of Coverage PRODUCT LIABILITY Aggregate Annual Limit \$
Insurance Company Rating _____ Expiration 12/31/05

Financial Information

Bank References

Name Fifth-Third
Branch Corporate
Address 250 West Main St.
Lexington, KY 40507
Bank Contact Andrew A. Walker
Telephone 859-455-5403

Credit References

1. Name NFL
Address _____
Telephone _____
2. Name MLB
Address _____
Telephone _____

If company is public, please provide an annual report; if company is private, please provide financial statements. N/A

D & B Number

611144644

Most Current D & B Rating _____

Please include a copy of your most recent D & B report.

Additional Information

Please enclose any additional information you believe may be helpful in evaluating your license application including, but not limited, to the following:

- Non-refundable product samples, artwork and marketing materials at no charge to Unbridled Sales and Marketing, for evaluation of quality, workmanship, materials, etc.
- Annual report and/or balance sheet and income statement
- Catalogs, brochures and promotional materials which illustrate or reference your company's products.

Any additional comments please note in the space below.

PROSPECTIVE LICENSEE STATEMENT

I hereby attest that the information included herein is true and complete. I understand that any license which may be granted to this company by the Commonwealth of Kentucky will be subject to immediate termination, without the return of any amount paid or the abatement of any amount due, in the event that the Commonwealth of Kentucky finds that I have supplied false, misleading, fraudulent or incomplete information.

I hereby acknowledge the proprietary nature of all names, likenesses and marks of the properties represented by the Commonwealth of Kentucky and that until such time, if any, as a license has been issued to this company no rights exist for use thereof.

I understand that this application does not constitute an offer for the Commonwealth of Kentucky, or imply any obligation on the part of the Commonwealth of Kentucky to grant a license in any category Bulldawg Marketing may reject this application for any reason.

Signature:

J. C. Smith, Jr. *President*

Print Name:

J. C. Smith, Jr.

Title:

President

Date:

4/27/05

Oh
Long
5-19-05



ERNIE FLETCHER
GOVERNOR


EXECUTIVE ORDER

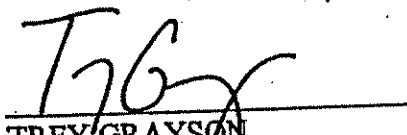
Secretary of State
Frankfort
Kentucky

2005 -589
June 23, 2005

By virtue of the authority vested in me by Section 18A.050 of the Kentucky Revised Statutes, I, Ernie Fletcher, Governor of the Commonwealth of Kentucky, do hereby appoint Jack C. Smith, Jr., 2582 Overlake Circle, Lexington, Kentucky 40513, as a member of the Personnel Board, to replace Joy A. Moore, Florence, who has resigned. Mr. Smith shall serve for the remainder of the unexpired term ending January 1, 2009.

Please issue a commission to him.


ERNIE FLETCHER, Governor
Commonwealth of Kentucky


TREY GRAYSON
Secretary of State

EXHIBIT

10

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Articles of Correction to the
Articles of Restatement of
The Hunter Manufacturing Group, Inc

0247217.09

Ghande
PAOC

Trey Grayson
Secretary of State
Received and Filed
10/17/2005 12:38:17 PM
Fee Receipt: \$20.00

Pursuant to KRS 271B.1-240, the undersigned hereby submits these Articles of Correction for the purpose of correcting an erroneous statement in a document on file with the Secretary of State.

Information regarding the correction is as follows:

1. The document to be corrected is the Articles of Restatement of The Hunter Manufacturing Group, Inc. (hereinafter the "Articles of Restatement"), and was filed with the Secretary of State on October 25, 1996. A copy of the document to be corrected is attached.
2. The incorrect information is found the third paragraph of Article V of Exhibit A to the Articles of Restatement and such information is incorrect due to a typographical error.
3. The third paragraph of Article V of Exhibit A of the Articles of Restatement should read as follows:

Upon the effectiveness of these Restated Articles of Incorporation, each of the Corporation's issued and outstanding shares shall be automatically (and without any further action being necessary) converted into one (1) Class A Common Share and nineteen (19) Class B Common Shares.

These Articles of Correction shall be effective as of the effective date of the Restated Articles of Restatement.

Signed, this the 17 day of October, 2005.

Hunter Manufacturing Group, Inc.

By: Jack C. Smith, Jr.
Jack C. Smith, Jr., President

Prepared by:

Emily M. Mocking
Emily M. Mocking
Dinsmore & Shohl LLP
250 West Main Street, Suite 1400
Lexington, Kentucky 40507
(859) 425-1000

73422v1

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EXHIBIT

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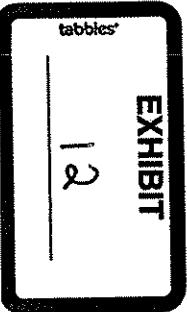
11

Jack C Smith

YEAR	MONTH	DAY	TIME	ADDRESS	OFFICE	SECTION	SUBSECTION	INSTRUMENT	PLANT	IND.	AGENCY	OBJECT	SYMBOL	DESCRIPTION
2004	07		41070302	KY	SMITH,	PV	268	P1001144546	28-Jan-04 01:00	268		E361	IN-STATE	SMITH 01/04
2004	11		41070302	00	SMITH	PV	GOV	I-04174623	11-May-04 01:00		GOV	E150	MISCELL	GOVERNORS
2004	01		41070302	00	SMITH	PV	GOV	I-04186869	19-May-04 01:00		GOV	E150	MISCELL	GOVERNORS
2006	01		41070302	KY	SMITH,	PV	268	P1001388731	18-Jul-05 01:00	268		E361	IN-STATE	SMITH7-05
2006	03		41070302	KY	SMITH,	PV	268	P1001404994	16-Sep-05 01:00	268		E361	IN-STATE	SMITH08/05
2006	04		41070302	KY	SMITH,	PV	268	P1001424053	04-Oct-05 01:00	268		E361	IN-STATE	SMITH09/05
2006	05		41070302	KY	SMITH,	PV	268	P1001437838	03-Nov-05 01:00	268		E361	IN-STATE	SMITH10/05
2006	06		41070302	KY	SMITH,	PV	268	P1001447637	28-Nov-05 01:00	268		E361	IN-STATE	SMITH NOV 05
2006	06		41070302	KY	SMITH,	PV	268	P1001460242	21-Dec-05 01:00	268		E361	IN-STATE	SMITH12/05
2006	07		41070302	KY	SMITH,	PV	268	P1001475205	25-Jan-06 01:00	268		E361	IN-STATE	SMITH01/06
2006	08		41070302	KY	SMITH,	PV	268	P1001491388	27-Feb-06 01:00	268		E361	IN-STATE	SMITH02/06
2006	09		41070302	KY	SMITH,	PV	268	P1001502431	23-Mar-06 01:00	268		E361	IN-STATE	SMITH03/06
2006	10		41070302	KY	SMITH,	PV	268	P1001518241	27-Apr-06 01:00	268		E361	IN-STATE	SMITH04/06
2006	11		41070302	KY	SMITH,	PV	268	P1001529146	22-May-06 01:00	268		E361	IN-STATE	SMITH05/06

Hunter Manufacturing

YEAR	MONTH	DAY	TIME	ADDRESS	OFFICE	SECTION	SUBSECTION	INSTRUMENT	PLANT	IND.	AGENCY	OBJECT	SYMBOL	DESCRIPTION
2006	01		19455469	00	HUNTER	201		PV		665		E312		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	01		19455469	00	HUNTER	201		PV		670		E311		
2006	02		19455469	00	HUNTER	201		PV		665		E312		
2006	02		19455469	00	HUNTER	201		PV		670		E312		
2006	02		19455469	00	HUNTER	201		PV		670		E311		
2006	03		19455469	00	HUNTER	201		PV		550		E312		
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2006	11		19455469	00	HUNTER	201		PV		665		E311		
2006	01		61114464	00	HUNTER	GROUP	201 W	PV		670		E311		



2006	01	61114464	00	HUNTER	GROUP	201 W	PV	670	I-05269071	01-Jul-05 2100	670	E311
2006	01	61114464	00	HUNTER	GROUP	201 W	PV	670	I-05269418	05-Jul-05 2100	670	E311
2006	01	61114464	00	HUNTER	GROUP	201 W	PV	670	I-05273913	06-Jul-05 2100	670	E311
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2006	01	61114464	00	HUNTER	GROUP	201 W	PV	670	Y-05284426	21-Jul-05 0100	670	E311
2006	01	61114464	00	HUNTER	GROUP	201 W	PV	670	Y-05288140	19-Jul-05 0100	670	E311
2006	07	61114464	00	HUNTER	GROUP	201 W	PV	665	I-06011291	25-Jan-06 2900	665	E312
2006	11	61114464	00	HUNTER	GROUP	201 W	PV	665	I-06184959	16-May-06 0100	665	E311
2005	12	61114464	00	HUNTER	GROUP	201 W	PV	670	Y-05266906	29-Jun-05 2100	670	E311

SUBJECT	AMOUNT
	-16.00
	-4,000.00
	-4,000.00
	-18.55
	-18.55
	-21.73
	-22.79
	-22.79
	-22.79
	-21.20
	-21.20
	-21.73
	-21.73
	-8,250.26

DATE	DESCRIPTION	AMOUNT
	MERCHANDISE FOR RESALE	-3,888.94
	SOUVENIR - NATURAL BRIDGE	-542.74
	ROUGH RIVER ST PK 44/311	-542.74
	DALE HOLLOW 44-E311R599.16	-296.15
	E311-43 AUDUBON	-296.82
	SOUVENIRS	-296.87
	BRSP/0044/E311	-292.51
	MERCHANDISE FOR RESALE	-1,820.60
	KHP	-543.02
	CARTER CAVES-E311-0045	-245.87
	GREENBO LAKE	-474.60
	MERCHANDISE FOR RESALE	-5,409.55
	CUST# 5284	-2,095.20
	MERCHANDISE FOR RESALE	-288.84
	CUST# 5284	-5,057.95
	SOUVENIRS FOR RESALE	-2,349.60
	CUST# 5284	-542.74
	MISC SOUVINERS	

SOUVENIRS FOR RESALE	GREEN RIVER 0000020375	-246.01
SOUVENIRS FOR RESALE	CONSTITUTION SQ 00020371	-296.73
SOUVENIRS FOR RESALE	KINCAID LAKE 20381	-237.87
SOUVENIRS FOR RESALE	UNBRIDLED	-524.74
SOUVENIRS FOR RESALE	SOUVENIRS/JWSRP	-542.74
SOUVENIRS FOR RESALE	BIG BONE LICK 000000020366	-245.87
SOUVENIRS FOR RESALE	20370 CUMBERLAND FALLS SRP	-711.90
SOUVENIRS FOR RESALE	20374 GEN BUTLER 44 R 477.	-245.87
SOUVENIRS FOR RESALE	PENNYRILE ST PK	-247.75
SOUVENIRS FOR RESALE	LAKE BARKLEY-SOUV	-529.24
SOUVENIRS FOR RESALE	SOUVENIR	-245.87
SOUVENIRS FOR RESALE	BUCKHORN LK 44-E311	-296.87
SOUVENIRS FOR RESALE	BLUE LICKS STATE PARK	-297.16
SOUVENIRS FOR RESALE	SOUVENIRS-KENLAKE-R563.16	-266.01
MERCHANDISE FOR RESALE	CUST# 5284	-2,538.20
SOUVENIRS FOR RESALE	CUST# 5284	-441.00
SOUVENIRS FOR RESALE	FT BOONESBOROUGH STATE PARK	-243.87
		-33,142.44

DISCLOSURE STATEMENT

Neither I nor any member of my immediate family currently have or have had in the past any financial relationship either directly or indirectly with neither the Commonwealth of Kentucky nor its political subdivisions.

Signature/Date

Neither I nor any member of my immediate family currently have or have had in the past any employment with the Commonwealth of Kentucky nor its political subdivisions.

Jack C. Smith Jr. 6/23/05
Signature/Date

If an exception to either of the above statements exists, please explain.

Provided personal services under contract to the Governors
Office in early 2004. Contract expired in June 2004. Last
services provided in May/June 2004. Total amount paid
under contract was \$8,000.00.

Jack C. Smith Jr. 6/23/05
Signature/Date

EXHIBIT

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13

TOTAL P.02

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH A SHELL WARNING AND THERE IS A SECURITY MARK ON THE BACK. DO NOT ACCEPT WITHOUT THESE FEATURES.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
139

Check Number
G1 8446933

TWO HUNDRED FORTY THREE AND 87/100 DOLLAR

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 06/29/2005 Amount

\$*****243.87

Jonathan Mills

State Treasurer

⑈8446933⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024387⑈

DDA Debits - 07/06/2005

1227198867 0420-0043-7 07062005 ENT=2498 TRC=2499 PK=12	DO NOT WRITE STAMP OR ENDORSE BELOW THE LINE	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group, Inc.	USE THIS FIELD FOR CHECK NUMBER HOLD IT AS A SECURITY MEASURE FOR DEPOSIT ONLY
042000314 FIFTH THIRD 07/05/05 CINCINNATI, OHIO			
2323541506			

DDA Debits - 07/06/2005

EXHIBIT

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THE BACKGROUND OF THIS CHECK IS THE PROPERTY OF THE COMMONWEALTH OF KENTUCKY. IT IS TO BE USED ONLY FOR THE PURPOSES OF THE COMMONWEALTH OF KENTUCKY. IT IS NOT TO BE USED FOR ANY OTHER PURPOSE. IT IS NOT TO BE REPRODUCED OR COPIED IN ANY MANNER. IT IS NOT TO BE USED FOR ANY OTHER PURPOSE. IT IS NOT TO BE REPRODUCED OR COPIED IN ANY MANNER.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
609

Check Number

G1 8455074

FIVE HUNDRED FORTY TWO AND 74/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/01/2005 Amount \$*****542.74

Jonathan Miller

State Treasurer

⑈8455074⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000054274⑈

DDA Debits - 07/11/2005

FARMERS BANK & CAPITAL TRUST CO. 07/11/05 12 283900619 28281887089		Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
042000314 FIFTH THIRD 07/08/05 CINCINNATI, OHIO 2023140050		

DDA Debits - 07/11/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-61
839

Check Number
G1 8455075

TWO HUNDRED FORTY SIX AND 01/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/01/2005 Amount

\$*****246.01

Jonathan Miller

State Treasurer

⑈8455075⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024601⑈

DDA Debits - 07/11/2005

FARMERS BANK & CAPITAL TRUST CO.
07/11/05 12 >883900619<
26201067011

042000314
FIFTH THIRD 07/08/05
CHICAGO, ILL. 60601

⑈0000024601⑈

DO NOT WRITE IN THESE SPACES

Pay to the Order of
Fifth Third Bank
For Deposit Only
Hunter Manufacturing Group Inc.

DDA Debits - 07/11/2005

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH GREEN WAVING LINES. THERE IS A SECURITY MARK ON THE BACK. DO NOT ACCEPT WITHOUT THESE FEATURES.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-61
839

Check Number
G1 8455076

SEVEN HUNDRED ELEVEN AND 90/100 DOLLAR

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/01/2005 Amount \$*****711.90

Jonathan Miller

State Treasurer

⑈8455076⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000071190⑈

DDA Debits - 07/11/2005

FARMERS BANK & CAPITAL TRUST CO. 07/11/05 12.2 2083900619 20201007012		DO NOT WRITE BELOW THIS LINE Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
0420000314 FIFTH THIRD 07/03/05 CHICAGO, IL 60601		
2323140053		

DDA Debits - 07/11/2005

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH A GREEN WARNING BAND. THERE IS A SECURITY MARK ON THE BACK. DO NOT ASSESS WITHOUT THESE FEATURES.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-61
839

Check Number
G1 8461467

TWO HUNDRED NINETY SIX AND 73/100 DOLL.

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/05/2005 Amount \$*****296.73

Jonathan Miller

State Treasurer

⑈8461467⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000029673⑈

DDA Debits - 07/11/2005

FARMERS BANK & CAPITAL TRUST CO.
07/11/05 12 >083900619<
20201007013

0420000314
FIFTH THIRD 07/08/05
CINCINNATI, OHIO

2323140004

DO NOT WRITE IN THESE SPACES
Hunter Manufacturing Group Inc.

Pay to the Order of
Fifth Third Bank
For Deposit Only

DDA Debits - 07/11/2005

03411

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-6
BY

Check Number
G1 8466732

TWO HUNDRED THIRTY SEVEN AND 87/100 DOLLAR

Pay to the ORDER of HUNTER MANUFACTURING
GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/06/2005 Amount \$*****237.87

Jonathan Mills

State Treasurer

⑈8466732⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000023787⑈

DDA Debits - 07/11/2005

FARMERS BANK & CAPITAL TRUST CO. 07/11/05 12 26281667816		Payable Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc. DO NOT WRITE IN THIS SPACE OR IN THE LINE
042000314 FIFTH THIRD 07/09/05 CINCINNATI, OHIO		
2373140051		

DDA Debits - 07/11/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
839

Check Number
G1 8482436

FIVE HUNDRED TWENTY FOUR AND 74/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/11/2005 Amount \$*****524.74

Jonathan Mills

State Treasurer

⑈8482436⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000052474⑈

DDA Debits - 07/15/2005

0127323102 0420-0043-7 07152005 ENT=1055 TRC=1056 PK=12		TO GET WRITE UP OF OUR SERVICE PLEASE CALL 1-800-370-3777	Pay to the Order of Fifth Third Bank For Deposit Only Hunter-Manufacturing Group Inc.
0420000314 FIFTH THIRD 07/14/05 CINCINNATI, OHIO 2222210510 2222210510			

DDA Debits - 07/15/2005



**Farmers Bank and
 Capital Trust Co.
 Frankfort, KY**

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

73-61
B19

Check Number

G1 8497031

TWO HUNDRED FORTY SEVEN AND 75/100 DOLL.

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/14/2005 Amount

*****247.75

Jonathan Mills

State Treasurer

00 2057 500

00000 24 7 7 5

DDA Debits - 07/20/2005

1126302019
0420-0043-7
07202005
ENT=1799 TRC=1673 PK=12

0420003 14
FIFTH THIRD 07/19/65
CINCINNATI, OHIO

[illegible]

Pay to the Order of
Fifth Third Bank
Fdr Deposit Only
Hunter Manufacturing Group Inc.
11706 E. 9TH AVE.

DDA Debits - 07/20/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

73-61
639

Check Number
G1 8501893

FIVE HUNDRED TWENTY NINE AND 24/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/15/2005 Amount \$*****529.24

Jonathan Miller

State Treasurer

⑈8501893⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000052924⑈

DDA Debits - 07/22/2005

1320710147
0420-0043-7
07222005
ENT=2247 TRC=2247 PK=12

042000314
FIFTH THIRD 07/21/05
CINCINNATI, OHIO

JUL 21 05

042000314

DO NOT WRITE STAMPS OR SIGNATURES
IN THESE SPACES

Pay to the Order of
Fifth Third Bank
P.O. Box 1000
Cincinnati, OH 45201

042000314

042000314

DDA Debits - 07/22/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY.

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
K39

Check Number
G1 8501894

TWO HUNDRED FORTY FIVE AND 87/100 DOLL.

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/15/2005 Amount \$*****245.87

Jonathan Mills

State Treasurer

⑈8501894⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024587⑈

DDA Debits - 07/22/2005

1320710146 0420-0043-7 07222005 ENT=2247 TRC=2247 PK=12	0420000314 FIFTH THIRD 07/21/05 CINCINNATI, OHIO	07/21/05	0420000314	DO NOT WRITE IN THESE SPACES	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.	DO NOT WRITE IN THESE SPACES
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DDA Debits - 07/22/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

71-61
839

Check Number
G1 8504485

TWO HUNDRED NINETY SIX AND 15/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 07/18/2005 Amount \$*****296.15

Jonathan Miller

State Treasurer

⑈8504485⑈ ⑆083400619⑆ 00 2057 5⑈

⑈0000029615⑈

DDA Debits - 07/21/2005

1221452575 0420-0043-7 07212005 ENT=2056 TRC=2056 PK=12	JL 20	042000314 FIFTH THIRD CINCINNATI, OHIO 2-0-12 0003144	0099 91329	DO NOT WRITE SIZE OR ENDORSE BEYOND THIS LINE	Hunter Manufacturing Group Inc. For Deposit Only Fifth Third Bank Pay to the Order of HUNTER MANUFACTURING GROUP INC. 1000 N. 10TH ST. SUITE 100 CINCINNATI, OH 45202
042000314 FIFTH THIRD 07/20/05 CINCINNATI, OHIO					

DDA Debits - 07/21/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-61
839

Check Number
G1 8504486

TWO HUNDRED NINETY SIX AND 82/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 07/18/2005 Amount: \$*****296.82

Jonathan Miller

State Treasurer

"8504486" 083900619: 00 2057 5"

"0000029682"

DDA Debits - 07/21/2005

DO NOT WRITE, SIGN OR ENDORSE BELOW THIS LINE	
Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.	
042000314 FIFTH THIRD 07/23/05 CINCINNATI, OHIO	042000314 FIFTH THIRD CINCINNATI, OHIO
1221452576 0420-0043-7 07212005 ENT=2056 TRC=2056 PK=12	042000314 FIFTH THIRD CINCINNATI, OHIO
042000314 FIFTH THIRD 07/23/05 CINCINNATI, OHIO	042000314 FIFTH THIRD CINCINNATI, OHIO

DDA Debits - 07/21/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
839

Check Number
G1 8508229

FIVE HUNDRED FORTY TWO AND 74/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/19/2005 Amount \$*****542.74

Jonathan Miller

State Treasurer

⑈8508229⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000054274⑈

DDA Debits - 07/27/2005

0320066175 0420-0043-7 07272005 ENT=1211 TRC=1281 PK=12 042000314 FIFTH THIRD 07/25/05 CINCINNATI, OHIO 2222217914	042000314 FIFTH THIRD CINCINNATI, OHIO P 042000314	054 13207	LONG WARE GROUP OF ENTERPRISES, INC. Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc
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DDA Debits - 07/27/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-91
.839

Check Number
G1 8508230

TWO HUNDRED FORTY FIVE AND 87/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/19/2005 Amount \$*****245.87

Jonathan Miller

State Treasurer

⑈8508230⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024587⑈

DDA Debits - 07/27/2005

6320066179 0420-0043-7 07272005 ENT=1211 TRC=1281 PK=12		0054 13210	Pay to the Order of Fifth Third Bank First Deposit Only Hunter Manufacturing Group Inc.
042000314 FIFTH THIRD 07/25/05 CINCINNATI, OHIO		0054 13210	

DDA Debits - 07/27/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-6
09

Check Number

G1 8508231

TWO HUNDRED FORTY FIVE AND 87/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/19/2005 Amount \$*****245.87

Jonathan Miller

State Treasurer

⑈8508231⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024587⑈

DDA Debits - 07/27/2005

0320066174 0420-0043-7 07272005 EXT=1211 TRC=1281 PK=12 042000314 FIFTH THIRD 07/25/05 CINCINNATI, OHIO 7777217912	LL 25 JO	0420003144 FIFTH THIRD CINCINNATI, OHIO 07/25/05	0054 15205	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.	NOT FOR CASH - DEPOSIT ONLY
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DDA Debits - 07/27/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-61
839

Check Number
G1 8508232

TWO HUNDRED NINETY SIX AND 87/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/19/2005 Amount \$*****296.87

Jonathan Miller

State Treasurer

⑈8508232⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000029687⑈

DDA Debits - 07/27/2005

0320066177 0420-0043-7 07272005 ENT=1211 TRC=1281 PK=12	042000314 FIFTH THIRD CINCINNATI, OHIO	0054 13208	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
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DDA Debits - 07/27/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

73-61
839

Check Number
G1 8508233

TWO HUNDRED SIXTY SIX AND 01/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 07/19/2005 Amount \$*****266.01

Jonathan Miller

State Treasurer

"B508233" :083900619: 00 2057 5"

"0000026601"

DDA Debits - 07/27/2005

0320066178 0420-0043-7 07272005 ENT=1211 TRC=1281 PK=12	042000314 FIFTH THIRD 07/26/05 CINCINNATI, OH	0054 13209	0001 WIRE SW/HP OR INDCN3140001 LINE	Hunter Manufacturing Group Inc.	Pay to the Order of Fifth Third Bank For Deposit Only
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DDA Debits - 07/27/2005

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

71-61138
118

Check Number
G1 8547450

TWO HUNDRED NINETY SEVEN AND 16/100 DOLLARS

Date: 07/21/2005 Amount \$*****297.16

Jonathan Mills

State Treasurer

11854745011083900619100 2057 511

0000029716

DDA Debits - 07/28/2005

[illegible]

DDA Debits - 07/28/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

73-61
839

Check Number
G1 8556004

THREE THOUSAND EIGHT HUNDRED EIGHTY EIGHT AND 94/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 07/25/2005 Amount \$*****3,888.94

Jonathan Miller

State Treasurer

⑈8556004⑈ ⑆083900619⑆ 00 2057 5⑈ ⑆0000388894⑆

DDA Debits - 08/01/2005

FARMERS BANK & CAPITAL TRUST CO. 08/01/05 12 3883900619⑆ 05 1163176363 26281085257	11 2 6	1052600314-1	1052600314-1	<p>DO NOT WRITE. STAMP OR ENDORSE BELOW THIS LINE</p> <p>Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc. JUL 25 2005</p> <p>OFFICE OF THE STATE TREASURER 1505 WEST MAIN STREET FRANKFORT, KY 40601</p>
042000314 FIFTH THIRD 07/29/05 CINCINNATI, OHIO				
2424451026				

DDA Debits - 08/01/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
639

Check Number
G1 8559049

TWO HUNDRED NINETY TWO AND 51/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 07/26/2005 Amount \$*****292.51

Jonathan Miller

State Treasurer

⑈8559049⑈ ⑆083900619⑆ 00 2057 5⑈ ⑆0000029251⑆

DDA Debits - 08/01/2005

FARMERS BANK & CAPITAL TRUST CO. 08/01/05 12 06 1103176363		20050801 20261005258	
642000314 FIFTH THIRD 07/29/05 CINCINNATI, OHIO		442.05	
0424451037		HUNTER MANUFACTURING GROUP INC. 201 WEST LOUDON AVE LEXINGTON KY 40508	
		DO NOT WRITE SIZE OR ENDORSE BELOW THIS LINE	

DDA Debits - 08/01/2005

DDA Debits - 08/01/2005

[illegible]

DDA Debits - 08/01/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-51
339

Check Number
G1 8568408

TWO HUNDRED NINETY SIX AND 87/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 07/28/2005 Amount \$*****296.87

Jonathan Miller

State Treasurer

⑈8568408⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000029687⑈

DDA Debits - 08/02/2005

Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.		0054	42701
1024483259 0420-0043-7 08022005 ENT=2199 TRC=2199 RK=12		AL-13	
042000314 FIFTH THIRD 08/01/05 CINCINNATI, OHIO			
7474582523			

DDA Debits - 08/02/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

72-51
139

Check Number
G1 8576952

FIVE HUNDRED FORTY THREE AND 02/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 08/01/2005 Amount: \$*****543.02

Jonathan Miller

State Treasurer

⑈8576952⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000054302⑈

DDA Debits - 08/05/2005

1523102223 0420-0043-7 08052005 ENT=1216 TRC=1216 PK=12	0420000314 FIFTH THIRD 08/04/05 CINCINNATI, OHIO	2525391/09	AS-4 03	CINCINNATI, OHIO #0420003149	DO NOT WRITE HUNTER MANUFACTURING GROUP INC. CINCINNATI, OHIO	Pay to the Order of 0027 Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.	THIS CHECK IS VOID IF NOT SIGNED BY THE ISSUING OFFICE. SEE SET OF 2.
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DDA Debits - 08/05/2005

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Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-51
899

Check Number
G1 8595409

TWO HUNDRED FORTY FIVE AND 87/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 08/05/2005 Amount \$*****245.87

Jonathan Miller

State Treasurer

⑈8595409⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000024587⑈

DDA Debits - 08/12/2005

1225959190 0420-0043-7 08122005 ENT=2457 TRC=2457 PK=12	DO NOT WRITE STAMP OR ENDORSE BELOW THE LINE	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
0420000314 FIFTH THIRD 08/11/05 CINCINNATI, OHIO		
232278461		

DDA Debits - 08/12/2005

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Former Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
839

Check Number
G1 8835082

FOUR HUNDRED SEVENTY FOUR AND 60/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 09/30/2005 Amount \$*****474.60

Jonathan Miller

State Treasurer

⑈8835082⑈ ⑆083900619⑆ 00 2057 5⑈ ⑆0000047460⑆

DDA Debits - 10/07/2005

0222683976 0420-0043-7 10072005 ENT=1469 TRC=1515 PK=12	01-65	PC 022683144 PC 022683144 PC 022683144	DO NOT WRITE, STAMP OR ENDORSE BELOW THIS LINE 0026 5 697	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
042000314 FIFTH THIRD 10/06/05 CMTL OR PRT 304 002683144 002683144				

DDA Debits - 10/07/2005

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH A GREEN WARNING BAND. THERE IS A SECURITY MARK ON THE BACK. DO NOT ACCEPT WITHOUT THESE FEATURES!



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

7-61
839

Check Number
G1 9069024

FIVE THOUSAND FOUR HUNDRED NINE AND 55/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508

Date: 11/21/2005 Amount \$*****5,409.55

Jonathan Miller

State Treasurer

⑈9069024⑈ ⑆083900619⑆ 00 2057 5⑈ ⑈0000540955⑈

DDA Debits - 11/25/2005

0121794129 0420-0043-7 11252005 ENT=2361 TRC=2364 PK=12		DO NOT WRITE, STAMP OR ENDORSE ON OR THIS LINE	Pay to the Order of Fifth Third Bank For Deposit Only Hunter Manufacturing Group Inc.
042000314 FIFTH THIRD 11/23/05 CINTL. ON PKT 3781			
7626586133			

DDA Debits - 11/25/2005

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH A GREEN WARNING BAND. THERE IS A SECURITY MARK ON THE BACK. DO NOT ACCEPT WITHOUT THESE FEATURES.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

71-61
839

Check Number

G1 9314619

TWO THOUSAND FIVE HUNDRED THIRTY EIGHT AND 20/100 DOLLAR

Pay to the HUNTER MANUFACTURING
Order of GROUP INC
201 W LOUDON AVE
LEXINGTON KY 40508

Date: 01/25/2006 Amount \$*****2,538.20

Jonathan Mills

State Treasurer

⑈9314619⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000253820⑈

DDA Debits - 01/30/2006

FARMERS BANK & CAPITAL TRUST CO. 01/30/06 12 06 1103176363		0000 650 17	DO NOT WRITE, STAMP OR ENDORSE BELOW THIS LINE	PAID TO THE ORDER OF FIFTH THIRD BANK 4 07192809 4 FOR DEPOSIT ONLY HUNTER MFG L.P. DEPT. HUNTER MANUFACTURING
01/27/06		0000 650 17		
0420000314				
FIFTH THIRD 01/27/06				
CINTL ON FKT 2538				
2538490121				

DDA Debits - 01/30/2006

THE BACKGROUND OF THIS DOCUMENT IS BLUE WITH A GREEN WARNING BAND. THERE IS A SECURITY MARK ON THE BACK. DO NOT ACCEPT WITHOUT THESE FEATURES.



Farmers Bank and
Capital Trust Co.
Frankfort, KY

COMMONWEALTH OF KENTUCKY
DEPARTMENT OF THE TREASURY
Frankfort, Kentucky

71-6
139

Check Number

G1 9452047

TWO HUNDRED EIGHTY EIGHT AND 84/100 DOLLARS

Pay to the HUNTER MANUFACTURING
Order of 201 WEST LOUDON AVE
LEXINGTON KY 40508
US

Date: 03/01/2006. Amount \$*****288.84

Jonathan Mills

State Treasurer

⑈9452047⑈ ⑆083900619⑆ 00 2057 5⑈

⑈0000028884⑈

DDA Debits - 03/06/2006

FARMERS BANK & CAPITAL TRUST CO		MAR -3 06	PAY TO THE ORDER OF FIFTH THIRD BANK A 071923906 4 FOR DEPOSIT ONLY HUNTER MFG LLP DBA HUNTER MANUFACTURING J 0075	DO NOT WRITE STAMP OR ENTER THESE INSTRUCTIONS LINE
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Order of 201 WEST LOUDON AVE
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Jonathan Miller

State Treasurer

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DDA Debits - 03/17/2006

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0420-0043-7
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Farmer's Bank and
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201 W LOUDON AVE
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Jonathan Mill

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Date: 05/26/2006 Amount \$*****2,349.60

Jonathan Miller

State Treasurer

9804429 083900619 00 2057 50

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DDA Debits - 06/02/2006

0126256856
0420-0043-7
06022006
ENT=1336 TRC=1368 PK=12

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